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ATTORNEYS FOR JOHN DUDINSKY, JR.,  
RONALD G. GEARY, THOMAS HANSEN AND DOYLE PRIVETT

IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION

IN RE:	§	
	§	
SOPOREX, INC.,	§	CASE NO. 08-34174-bjh-7
	§	
Debtor.	§	
_____	§	
	§	
DIANE REED, CHAPTER 7 TRUSTEE,	§	
	§	
v.	§	ADVERSARY NO. 11-03306-bjh
	§	
JOHN DUDINSKY, JR., RONALD G.	§	
GEARY, THOMAS HANSEN, MICKEY	§	
LETSON, STEPHEN D. LINEHAN,	§	
DOYLE PRIVETT, RICHARD J.	§	
SABOLIK and SCOTT D. SMITH	§	

APPENDIX TO BRIEF IN SUPPORT OF  
MOTION TO DISMISS FILED BY JOHN DUDINSKY, JR.,  
RONALD G. GEARY, THOMAS HANSEN and DOYLE PRIVETT

Tab 1	Inv.Dir.0001 – Inv.Dir.0002: <u>Exhibit A:</u> Summary of the specific “conduct” pled by the Trustee against the Outside Directors for alleged breaches of their fiduciary duties of loyalty and due care
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<b>Tab 2</b>	<b>Inv.Dir.0003 – Inv.Dir.0008:</b> <b><u>Exhibit B:</u></b> Summary of the “factual allegations” made against the Directors by the Trustee
<b>Tab 3</b>	<b>Inv.Dir.0009 – Inv.Dir.0036:</b> <b><u>Exhibit C:</u></b> First Amendment to Amended and Restated Certificate of Incorporation of Soporex, Inc. dated April 24, 2007; and, Amended and Restated Certificate of Incorporation of Soporex, Inc. dated March 31, 2006
<b>Tab 4</b>	<b>Inv.Dir.0037 – Inv.Dir.0042:</b> <b><u>Exhibit D:</u></b> March 2006 Letter agreement between Soporex and CareCentric
<b>Tab 5</b>	<b>Inv.Dir.0043 – Inv.Dir.0068:</b> <b><u>Exhibit E:</u></b> Trustee’s First Amended Complaint Case No. 10-03126-bjh <i>In re soporex, Inc., et al. // Diane G. Reed, as Chapter 7 Trustee of Soporex, Inc. and Soporex Respiratory, Inc. v. CareCentric National, LLC, CareCentric, Inc., Mestek, Inc., Stewart B. Reed, John R. Festa, Lyle W. Newkirk, Ralph Capasso, Stephen M. Shea and Steven F. Olearcek</i>

Respectfully submitted,

/s/ Jeffrey R. Seckel (06-01-11)

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**ATTORNEYS FOR DEFENDANTS:**

**JOHN DUDINSKY, JR., RONALD G.**

**GEARY, THOMAS HANSEN and DOYLE**

**PRIVETT**

**CERTIFICATE OF SERVICE**

This is to certify that a true and correct copy of the foregoing pleading was served via electronic mail on all ECF participants on this, the 1st day of June, 2011.

/s/ Jeffrey R. Seckel (06-01-11)

**JEFFREY R. SECKEL**